

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

WALKER DIGITAL, LLC,	)	
	)	
Plaintiff,	)	
	)	
v.	)	Civil Action No. 1:13-cv-00098-GMS
	)	
PAYNEARME, INC., 7-ELEVEN, INC.,	)	<b>JURY TRIAL DEMANDED</b>
and AMAZON.COM. INC.,	)	
	)	
Defendants.	)	
_____	)	

**PLAINTIFF'S REPLY TO COUNTERCLAIMS OF PAYNEARME, INC.**

Plaintiff Walker Digital, LLC ("Walker Digital ") replies to the counterclaims set forth by Defendant PayNearMe, Inc. ("Defendant") in Defendant's Answer to Complaint and Counterclaims ("Counterclaim") as follows:

**The Parties**

1. Walker Digital admits the allegations of paragraph 1.
2. Walker Digital admits the allegations of paragraph 2.

**Jurisdiction and Venue**

3. The allegations of paragraph 3 are legal conclusions and do not require a responsive pleading. To the extent a response is required, Walker Digital does not dispute that the Counterclaim purports to seek a declaratory judgment.

4. The allegations of paragraph 4 are legal conclusions and do not require a responsive pleading. To the extent a response is required, Walker Digital does not dispute that this Court has jurisdiction over the subject matter of this action.

5. The allegations of paragraph 5 are legal conclusions and do not require a responsive pleading. To the extent a response is required, Walker Digital does not dispute that

this Court has personal jurisdiction over it for this action.

6. The allegations of paragraph 6 are legal conclusions and do not require a responsive pleading. To the extent a response is required, Walker Digital admits that venue is proper in this district, but denies that venue properly lies in this judicial action solely by virtue of Walker Digital's having filed its Complaint herein.

7. The allegations of paragraph 7 are legal conclusions and do not require a responsive pleading. To the extent a response is required, Walker Digital admits there is an actual controversy between Walker Digital and Defendant regarding Defendant's infringement of the patent-in-suit, which is presumed to be valid.

**First Counterclaim: Declaration of Non-Infringement of the '582 Patent**

8. Walker Digital incorporates by reference, as though fully set forth herein, its responses to paragraphs 1 through 7 above.

9. Walker Digital admits it claimed to be the owner by assignment of the '582 patent in the Complaint.

10. Walker Digital admits it alleged infringement of the '582 patent by Defendant in the Complaint.

11. Walker Digital denies the allegations of paragraph 11.

12. The allegations of paragraph 12 are legal conclusions and do not require a responsive pleading. To the extent a response is required, Walker Digital does not dispute that there is an actual controversy between Walker Digital and Defendant regarding Defendant's infringement of the '582 patent.

**Second Counterclaim: Declaration of Invalidity of the '582 Patent**

13. Walker Digital incorporates by reference, as though fully set forth herein, its

responses to paragraphs 1 through 12 above.

14. Walker Digital denies the allegations of paragraph 14.

15. The allegations of paragraph 15 are legal conclusions and do not require a responsive pleading. To the extent a response is required, Walker Digital does not dispute that there is an actual controversy between Walker Digital and Defendants regarding Defendants' infringement of the '100 patent, which is presumed valid.

#### **GENERAL DENIAL**

Walker Digital denies each and every allegation of the Counterclaim that is not expressly admitted or to which Walker Digital has not specifically responded.

#### **AFFIRMATIVE DEFENSES**

By way of further answer, as Affirmative Defenses to Defendant's Counterclaim, and without assuming any burden that it would not otherwise have, Walker Digital states as follows:

#### **FIRST AFFIRMATIVE DEFENSE**

Defendant's Counterclaim fails to state a claim upon which relief can be granted.

#### **SECOND AFFIRMATIVE DEFENSE**

Walker Digital expressly reserves the right to assert any other legal or equitable defenses to which it is entitled.

#### **DEMAND FOR JURY TRIAL**

To the extent a response is required, Walker Digital does not dispute that the Counterclaim purports to seek a trial by jury. Walker Digital repeats its demand for a trial by jury on all issues so triable.

#### **PRAYER FOR RELIEF**

WHEREFORE, Walker Digital denies Defendant is entitled to any judgment or relief in

its favor, including the relief sought in the Prayer for Relief in Defendant's Counterclaim, and Walker Digital requests entry of judgment against Defendant as follows:

- a. Dismiss Defendant's Counterclaim in its entirety;
- b. Grant the relief sought in Walker Digital's Complaint;
- c. Grant the case be declared exceptional pursuant to 35 U.S.C. § 285 and that Walker Digital shall recover from Defendant all of Walker Digital's reasonable expenses, including costs and attorneys' fees incurred in defending against Defendant's Counterclaim; and
- d. Grant to Walker Digital such other relief as the Court may deem just and proper.

Dated: January 13, 2014

STAMOULIS & WEINBLATT LLC

/s/ Richard C. Weinblatt

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*Walker Digital, LLC*

**CERTIFICATE OF SERVICE**

I hereby certify that on January 13, 2014, I electronically filed the above document with the Clerk of Court using CM/ECF which will send electronic notification of such filing to all registered counsel.

/s/ Richard C. Weinblatt  
Richard C. Weinblatt #5080